

UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK

In re:

SUNEDISON, INC., *et al.*,

Debtors.

:  
: Chapter 11  
:  
: Case No. 16-10992 (SMB)  
:  
: (Jointly Administered)  
:  
:

**ORDER APPROVING DEBTORS' THIRTY-FIRST  
OMNIBUS OBJECTION TO DISALLOW AND EXPUNGE  
CERTAIN CLAIMS THAT WERE NOT TIMELY FILED**

Upon the application (the "Motion")<sup>1</sup> of SunEdison, Inc. and certain of its affiliates, the debtors and debtors in possession in the above-captioned cases (collectively, the "Debtors")<sup>2</sup> for entry of an order pursuant to section 502 of the

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<sup>1</sup> Capitalized terms not otherwise defined herein shall have the meanings ascribed to them in the Motion.

<sup>2</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor's tax identification number are as follows: SunEdison, Inc. (5767); SunEdison DG, LLC (N/A); SUNE Wind Holdings, Inc. (2144); SUNE Hawaii Solar Holdings, LLC (0994); First Wind Solar Portfolio, LLC (5014); First Wind California Holdings, LLC (7697); SunEdison Holdings Corporation (8669); SunEdison Utility Holdings, Inc. (6443); SunEdison International, Inc. (4551); SUNE ML 1, LLC (3132); MEMC Pasadena, Inc. (5238); Solaicx (1969); SunEdison Contracting, LLC (3819); NVT, LLC (5370); NVT Licenses, LLC (5445); Team-Solar, Inc. (7782); SunEdison Canada, LLC (6287); Enflex Corporation (5515); Fotowatio Renewable Ventures, Inc. (1788); Silver Ridge Power Holdings, LLC (5886); SunEdison International, LLC (1567); Sun Edison LLC (1450); SunEdison Products Singapore Pte. Ltd. (7373); SunEdison Residential Services, LLC (5787); PVT Solar, Inc. (3308); SEV Merger Sub Inc. (N/A); Sunflower Renewable Holdings 1, LLC (6273); Blue Sky West Capital, LLC (7962); First Wind Oakfield Portfolio, LLC (3711); First Wind Panhandle Holdings III, LLC (4238); DSP Renewables, LLC (5513); Hancock Renewables Holdings, LLC (N/A); EverStream HoldCo Fund I, LLC (9564); Buckthorn Renewables Holdings, LLC (7616); Greenmountain Wind Holdings, LLC (N/A); Rattlesnake Flat Holdings, LLC (N/A); Somerset Wind Holdings, LLC (N/A); SunE Waiawa Holdings, LLC (9757); SunE MN Development, LLC (8669); SunE MN Development Holdings, LLC (5388); SunE Minnesota Holdings, LLC (8926); Terraform Private Holdings, LLC (5993); SunEdison Products, LLC (3557); Hudson Energy Solar Corporation (1344); SunE REIT-D PR, LLC (2171); First Wind Energy, LLC (5519); First Wind Holdings, LLC (4445); Vaughn Wind, LLC (9605); Maine Wind Holdings, LLC (4825); SunEdison International Construction, LLC (6257); and EchoFirst Finance Co.,

Bankruptcy Code and Bankruptcy Rule 3007 and Bankruptcy Rule 3003(c)(2) disallowing and expunging the Non-Timely Claims identified on Exhibit “1” annexed to the Motion; and upon the Declaration of Brian Koluch submitted in support of the Motion; and it appearing that the Court has jurisdiction over the Motion pursuant to 28 U.S.C. §§ 157 and 1334; and it appearing that this matter is a core proceeding pursuant to 28 U.S.C. § 157(b); and it appearing that venue is proper in this district pursuant to 28 U.S.C. §§ 1408 and 1409; and good and sufficient notice of the Motion having been given and no other or further notice of the Motion being necessary; and upon the hearing conducted before the Court to consider the Motion (the “Hearing”); and the Motion having been adjourned solely as it relates to the following: Claim No. 5912 filed by Munsch Hardt Kopf & Harr P.C. (the “MHKH Claim”), Claim No. 6238 filed by UNIPRO Architects, Engineers and Planners (the “UNIPRO Claim”), Claim No. 6357 filed by the City of Pasadena (the “Pasadena Claim”), and Claim No. 3422 filed by David L. Smith (the “Smith Claim”); and upon the record made at the Hearing and the decision reached at the conclusion thereof; and upon all of the prior proceedings had herein; and good and sufficient cause appearing therefor; it is hereby

**ORDERED, ADJUDGED, AND DECREED that:**

1. The relief requested in the Motion is granted to the extent provided herein.

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LLC (1607). The address of the Debtors’ corporate headquarters is Two City Place Drive, 2nd floor, St. Louis, MO 63141.

2. The Non-Timely Claims identified on Exhibit "1" annexed to the Motion are hereby disallowed and expunged in their entirety.

3. The Hearing on the MHKH Claim, UNIPRO Claim, Pasadena Claim and Smith Claim have been adjourned to March 15, 2018.

4. Each Non-Timely Claim and the objections by the Debtors to each Non-Timely Claim as identified in the Motion and as set forth on Exhibit "1" annexed to the Motion constitutes a separate contested matter as contemplated by Bankruptcy Rule 9014. This Order shall be deemed a separate order with respect to each Non-Timely Claim. Any stay of this Order shall apply only to the contested matter that involves such creditor and its Non-Timely Claim and shall not act to stay the applicability or finality of this Order with respect to the other contested matters and corresponding claims.

5. The claims agent retained in the Debtors' Chapter 11 Cases is authorized to reflect the disallowed and expunged Non-Timely Claims on the official claims register maintained for the Debtors' cases.

6. The terms and conditions of this Order are effective immediately upon entry.

7. This Court shall retain jurisdiction with respect to all matters arising from or related to the implementation or interpretation of this Order.

Dated: February 1, 2018  
New York, New York

/s/ STUART M. BERNSTEIN  
HONORABLE STUART M. BERNSTEIN  
UNITED STATES BANKRUPTCY JUDGE